

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	
In re:	:	Case No. 09-50002 (AJG)
	:	
OLD CARCO LLC (f/k/a CHRYSLER	:	Chapter 11
LLC), <u>et al.</u> ,	:	
	:	(Jointly Administered)
Debtors.	:	
	X	

**ORDER AUTHORIZING THE OFFICIAL COMMITTEE
OF UNSECURED CREDITORS TO PURSUE CERTAIN CLAIMS
ON BEHALF OF THE ESTATE OF DEBTOR OLD CARCO LLC**

Upon consideration of the motion (the “Motion”)¹ of the Official Committee of Unsecured Creditors (the “Creditors’ Committee”) of the above-captioned debtors and debtors-in-possession (collectively, the “Debtors”) for an order authorizing the Creditors’ Committee to pursue certain claims on behalf of the estate of Old Carco LLC, against Daimler AG and certain of related parties; the objection and response filed thereto; and the arguments presented at the hearing held before this Court on August 13, 2009 (the “Hearing”); and the Court having found that the relief requested is a core proceeding pursuant to 28 U.S.C. § 157(b) and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and it appearing that no other notice need be provided at this time; and having determined that the relief requested is in the best interests of the Debtors and their estates, creditors and other parties-in-interest; and the Court having determined that the legal and factual basis set forth in the Motion and the arguments presented at the Hearing establish just cause for the relief granted herein; and upon due deliberation and sufficient cause appearing therefor;

¹ Capitalized terms not defined herein shall have the same meaning ascribed to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED.
2. The Creditors' Committee is granted leave to file a complaint substantially similar to the Proposed Complaint in its own name on behalf of the estate of Old CarCo LLC, a debtor and debtor in possession herein ("CarCo"), and is granted the exclusive right to prosecute and settle these claims on behalf of the CarCo estate.
3. The Creditors' Committee shall not utilize the United States Department of Treasury's cash collateral in connection with the prosecution of this suit.
4. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
5. The Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: New York, New York
August 13, 2009

s/Arthur J. Gonzalez
UNITED STATES BANKRUPTCY JUDGE